



THE FARKAS LAW GROUP LLC

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April 18, 2013

Rosemary Chiavetta
Secretary
Pennsylvania Public Utility Commission
Keystone Building
2nd Floor, Room N201
Harrisberg, PA 17120

APR 22 2013

PA PUBLIC UTILITY COMMISSION
SECRETARY'S BUREAU

Honorable Rosemary Chiavetta:

Please accept this original, 3 copies and electronic version of Reflective Energy Solution LLC's Natural Gas Supplier (NGS) License Application to perform Natural Gas Supplier services as a Broker/Marketer, submitted by The Farkas Law Group LLC on behalf of Reflective Energy Solutions LLC. Reflective Energy Solutions LLC, is the applicant in this filing. Furthermore, pursuant to Section 5.14 of the Commission's Regulations, 52 Pa. Code § 5.14.

Should you have any questions please do not hesitate to contact me. If there is anything further that is required please let me know and I will be happy to provide the information as soon as possible.

Very Truly Yours,

A handwritten signature in black ink, appearing to be 'Ari Farkas', written over a horizontal line.

Ari Farkas, Esq.

BEFORE THE PENNSYLVANIA PUBLIC UTILITY COMMISSION

Application of **Reflective Energy Solutions, LLC**, for approval to offer, render, furnish, or as a(n) **Broker/Marketer** engaged in the business of supplying natural gas services to the public in the Commonwealth of Pennsylvania.

To the Pennsylvania Public Utility Commission:

1. **IDENTITY OF THE APPLICANT:** The name, address, telephone number, and FAX number of the Applicant are:

**Reflective Energy Solutions, LLC
One University Plaza LLC
Suite 407
Hackensack, New Jersey 07601
Tel: (201) 880-1997
Fax: (201) 540-2088**

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Please identify any predecessor(s) of the Applicant and provide other names under which the Applicant has operated within the preceding five (5) years, including name, address, and telephone number.

None

2. a. **CONTACT PERSON:** The name, title, address, telephone number, and FAX number of the person to whom questions about this Application should be addressed are:

**Eric Zimmerman, President
One University Plaza, Suite 407
Hackensack, NJ 07601
Tel: (201) 880-1997 Fax: (201) 540-2088**

- b. **CONTACT PERSON-PENNSYLVANIA EMERGENCY MANAGEMENT AGENCY:** The name, title, address telephone number and FAX number of the person with whom contact should be made by PEMA:

**Eric Zimmerman, President
One University Plaza, Suite 407
Hackensack, NJ 07601
Tel: (201) 880-1997 Fax: (201) 540-2088**

- 3.a. **ATTORNEY:** If applicable, the name, address, telephone number, and FAX number of the Applicant's attorney are:

**Ari Farkas, Esq.
The Farkas Law Group LLC
2 Greenwich Office Park, Suite 300
Greenwich, CT 06831
Tel: (203) 653-7186 Fax: (203) 653-7187**

- b. **REGISTERED AGENT:** If the Applicant does not maintain a principal office in the Commonwealth, the required name, address, telephone number and FAX number of the Applicant's Registered Agent in the Commonwealth are:

**Vcorp Services, LLC
722 Clay Ave
Scranton, PA 18510
Tel: (845) 425-0077
Fax: (845) 818-3588**

4. **FICTITIOUS NAME:** (select and complete appropriate statement)

The Applicant will be using a fictitious name or doing business as ("d/b/a"):

Attach to the Application a copy of the Applicant's filing with the Commonwealth's Department of State pursuant to 54 Pa. C.S. §311, Form PA-953.

OR

X The Applicant will not be using a fictitious name.

5. **BUSINESS ENTITY AND DEPARTMENT OF STATE FILINGS:** (select and complete appropriate statement)

The Applicant is a sole proprietor.

If the Applicant is located outside the Commonwealth, provide proof of compliance with 15 Pa. C.S. §4124 relating to Department of State filing requirements.

OR

The Applicant is a:

- domestic general partnership (*)
- domestic limited partnership (15 Pa. C.S. §8511)
- foreign general or limited partnership (15 Pa. C.S. §4124)
- domestic limited liability partnership (15 Pa. C.S. §8201)
- foreign limited liability general partnership (15 Pa. C.S. §8211)
- foreign limited liability limited partnership (15 Pa. C.S. §8211)

Provide proof of compliance with appropriate Department of State filing requirements as indicated above.

Give name, d/b/a, and address of partners. If any partner is not an individual, identify the business nature of the partner entity and identify its partners or officers.

- * If a corporate partner in the Applicant's domestic partnership is not domiciled in Pennsylvania, attach a copy of the Applicant's Department of State filing pursuant to 15 Pa. C.S. §4124.

or

- The Applicant is a:
- domestic corporation (none)
 - foreign corporation (15 Pa. C.S. §4124)
 - domestic limited liability company (15 Pa. C.S. §8913)
 - foreign limited liability company (15 Pa. C.S. §8981)**
 - Other _____

Provide proof of compliance with appropriate Department of State filing requirements as indicated above.

See Exhibit "A," attached hereto.

Additionally, provide a copy of the Applicant's Articles of Incorporation.

Not applicable as Applicant is a limited liability company.

Give name and address of officers.

Steven Margulies
Chairman & CEO
One University Plaza, Suite 407
Hackensack, NJ 07601

Eric Zimmerman
President & Secretary
One University Plaza, Suite 407
Hackensack, NJ 07601

The Applicant is incorporated in the state of **New Jersey**.

6. **AFFILIATES AND PREDECESSORS WITHIN PENNSYLVANIA:** (select and complete appropriate statement)

- Affiliate(s) of the Applicant doing business in Pennsylvania are: **None**

Give name and address of the affiliate(s) and state whether the affiliate(s) are jurisdictional public utilities.

- Does the Applicant have any affiliation with or ownership interest in:
- (a) any other Pennsylvania retail natural gas supplier licensee or licensee applicant,
 - (b) any other Pennsylvania retail licensed electric generation supplier or license applicant,
 - (c) any Pennsylvania natural gas producer and/or marketer,
 - (d) any natural gas wells or
 - (e) any local distribution companies (LDCs) in the Commonwealth

If the response to parts a, b, c, or d above is affirmative, provide a detailed description and explanation of the affiliation and/or ownership interest.

- Provide specific details concerning the affiliation and/or ownership interests involving:
- (a) any natural gas producer and/or marketers,
 - (b) any wholesale or retail supplier or marketer of natural gas, electricity, oil, propane or other energy sources.

- Provide the Pa PUC Docket Number if the applicant has ever applied:
- (a) for a Pennsylvania Natural Gas Supplier license, or
 - (b) for a Pennsylvania Electric Generation Supplier license. **A-2009-2137539**

- If the Applicant or an affiliate has a predecessor who has done business within Pennsylvania, give name and address of the predecessor(s) and state whether the predecessor(s) were jurisdictional public utilities.

OR

X The Applicant has no affiliates doing business in Pennsylvania or predecessors which have done business in Pennsylvania.

7. **APPLICANT'S PRESENT OPERATIONS:** (select and complete the appropriate statement)

- The Applicant is presently doing business in Pennsylvania as a
- natural gas interstate pipeline.
 - municipal providing service outside its municipal limits.
 - local gas distribution company
 - retail supplier of natural gas services in the Commonwealth
 - a natural gas producer
 - X Other. (Identify the nature of service being rendered.) As a Broker/Marketer engaged in the business of supplying electricity under license number A-2009-2137539**

OR

- The Applicant is not presently doing business in Pennsylvania.

8. **APPLICANT'S PROPOSED OPERATIONS:** The Applicant proposes to operate as a:

- supplier of natural gas services.
- Municipal supplier of natural gas services.
- Cooperative supplier of natural gas services.
- X Broker/Marketer engaged in the business of supplying natural gas services.**
- Aggregator engaged in the business of supplying natural gas services.
- Other (Describe):

9. **PROPOSED SERVICES:** Generally describe the natural gas services which the Applicant proposes to offer.

Reflective Energy Solutions LLC is an energy brokerage company that will organize and present complex energy information in an objective, easy to understand format, enabling business to make energy procurement decisions that best meet their needs. In return for this service, if/when a customer enters into a contract with a natural gas supplier, Reflective will be compensated based upon a fixed fee, or commission previously agreed to with the natural gas supplier. Reflective Energy Solutions is not a natural gas supplier and will not be purchasing the commodity, but will be advising clients concerning their natural gas needs.

10. **SERVICE AREA:** Provide each Natural Gas Distribution Company (NGDC) in which Applicant proposes to offer services.

All of Pennsylvania

11. **CUSTOMERS:** Applicant proposes to initially provide services to:

- Residential Customers
- Commercial Customers - (Less than 6,000 Mcf annually)**
- Commercial Customers - (6,000 Mcf or more annually)**
- Industrial Customers**
- Governmental Customers**
- All of above
- Other (Describe):

12. **START DATE:** The Applicant proposes to begin delivering services on **May 1, 2013, or sooner.** (approximate date).

13. **NOTICE:** Pursuant to Section 5.14 of the Commission's Regulations, 52 Pa. Code §5.14, serve a copy of the signed and verified Application with attachments on the following:

Irwin A. Popowsky
Office of Consumer Advocate
5th Floor, Forum Place
555 Walnut Street
Harrisburg, PA 17120-1921

Office of the Attorney General
Bureau of Consumer Protection
Strawberry Square, 14th Floor
Harrisburg, PA 17120

William R. Lloyd, Jr.
Commerce Building, Suite 1102
Small Business Advocate
300 North Second Street
Harrisburg, PA 17101

Commonwealth of Pennsylvania
Department of Revenue
Bureau of Compliance
Harrisburg, PA 17128-0946

Any of the following Natural Gas Distribution Companies through whose transmission and distribution facilities the applicant intends to supply customers:

<p>Valley Energy Inc. Robert Crocker 523 South Keystone Avenue Sayre, PA 18840-0340 PH: 570.888-9664 FAX: 570.888.6199 email: rcrocker@ctenterprises.org</p>	<p>National Fuel Gas Distribution Corp. David D. Wolford 6363 Main Street Williamsville, NY 14221 PH: 716.857.7483 FAX: 716.857.7479 email: wolfordd@natfuel.com</p>
<p>UGI Central Penn David Beasten 2525 N. 12th Street, Suite 360 Reading, PA 19612-2677 PH: 610.796.3425 FAX: 610.796.3559</p>	<p>Peoples Natural Gas Company LLC Lynda Petrichevich 375 North Shore Drive, Suite 600 Pittsburgh, PA 15212 email: Lynda.w.petrichevich@peoples-gas.com PH: 412.208.6528 FAX: 412.208.6577</p>
<p>Peoples TWP LLC (Formerly T. W. Phillips) Andrew Wachter 375 North Shore Drive, Suite 600 Pittsburgh, PA 15212 PH: 724.431.4935 FAX: 724.287.5021 email: Andrew.Wachter@peoplestwp.com</p>	<p>UGI David Beasten 2525 N. 12th Street, Suite 360 Reading, PA 19612-2677 PH: 610.796.3425 FAX: 610.796.3559</p>
<p>UGI Penn Natural David Beasten 2525 N. 12th Street, Suite 360 Reading, PA 19612-2677 PH: 610.796.3425 FAX: 610.796.3559</p>	<p>Equitable Gas Company Jerald Moody 225 North Shore Drive Pittsburgh, PA 15212-5352 PH: 412.395.3209 FAX: 412.395.3335</p>
<p>PECO Carlos Thillet, Manager, Gas Supply and Transportation 2301 Market Street, S9-2 Philadelphia, PA 19103 email: carlos.thillet@exeloncorp.com PH: 215.841.6452</p>	<p>Columbia Gas of Pennsylvania Inc. Thomas C. Heckathorn 200 Civic Center Drive Columbus, OH 43215 PH: 614.460.4996 FAX: 614.460.6442 email: theckathorn@nisource.com</p>
<p>Philadelphia Gas Works Douglas Moser 800 West Montgomery Avenue Philadelphia, PA 19122 email: douglas.moser@pgworks.com PH: 215.684.6899</p>	

Pursuant to Sections 1.57 and 1.58 of the Commission's Regulations, 52 Pa. Code §§1.57 and 1.58, attach Proof of Service of the Application and attachments upon the above named parties. Upon review of the Application, further notice may be required pursuant to Section 5.14 of the Commission's Regulations, 52 Pa. Code §5.14.

See Exhibit "B," attached hereto.

14. **TAXATION:** Complete the TAX CERTIFICATION STATEMENT attached as Appendix B to this application.

See Exhibit "C," attached hereto.

15. **COMPLIANCE:** State specifically whether the Applicant, an affiliate, a predecessor of either, or a person identified in this Application has been convicted of a crime involving fraud or similar activity. Identify all proceedings, by name, subject and citation, dealing with business operations, in the last five (5) years, whether before an administrative body or in a judicial forum, in which the Applicant, an affiliate, a predecessor of either, or a person identified herein has been a defendant or a respondent. Provide a statement as to the resolution or present status of any such proceedings.

Applicant affirms that the Applicant, an affiliate, a predecessor of either, or a person identified in this Application has not been convicted of a crime involving fraud or similar activity. Applicant further affirms that Applicant, an affiliate, a predecessor of either, or a person identified herein has not been a defendant or a respondent before an administrative body or in a judicial forum, in the last five (5) years, dealing with business operations.

16. **STANDARDS, BILLING PRACTICES, TERMS AND CONDITIONS OF PROVIDING SERVICE AND CONSUMER EDUCATION:** All services should be priced in clearly stated terms to the extent possible. Common definitions should be used. All consumer contracts or sales agreements should be written in plain language with any exclusions, exceptions, add-ons, package offers, limited time offers or other deadlines prominently communicated. Penalties and procedures for ending contracts should be clearly communicated.

a. **Contacts for Consumer Service and Complaints:** Provide the name, title, address, telephone number and FAX number of the person and an alternate person responsible for addressing customer complaints. These persons will ordinarily be the initial point(s) of contact for resolving complaints filed with Applicant, the Distribution Company, the Pennsylvania Public Utility Commission or other agencies.

**Eric Zimmerman, President
One University Plaza, Suite 407
Hackensack, NJ 07601
Tel: (201) 653-7186 Fax: (201) 540-2088**

b. Provide a copy of all standard forms or contracts that you use, or propose to use, for service provided to residential customers.

Not applicable.

c. If proposing to serve Residential and/or Small Commercial customers, provide a disclosure statement. A sample disclosure statement is provided as Appendix B to this Application.

See Exhibit "D," attached hereto.

17. **FINANCIAL FITNESS:**

A. Applicant shall provide sufficient information to demonstrate financial fitness commensurate with the service proposed to be provided. Examples of such information which may be submitted include the following:

Applicant is a privately owned limited liability company and as such its financial statements constitute confidential and proprietary information. Therefore we request that the Commission maintain the confidentiality of the Applicants consolidated financial statements, which will be sent under a separate cover.

- Actual (or proposed) organizational structure including parent, affiliated or subsidiary companies.
- Published parent company financial and credit information.
- Applicant's balance sheet and income statement for the most recent fiscal year. Published financial information such as 10K's and 10Q's may be provided, if available.

- Evidence of Applicant's credit rating. Applicant may provide a copy of its Dun and Bradstreet Credit Report and Robert Morris and Associates financial form or other independent financial service reports.
- A description of the types and amounts of insurance carried by Applicant which are specifically intended to provide for or support its financial fitness to perform its obligations as a licensee.
- Audited financial statements
- Such other information that demonstrates Applicant's financial fitness.

B. Applicant must provide the following information:

- Provide proof of compliance with bonding/credit requirements for each NGDC the applicant is proposing to provide service in. This requirement is designated by each NGDC and can commonly be found in the NGDC supplier tariff.

Not applicable as Applicant seeks to only facilitate contracts between parties and has no intent to take possession and/or title to any natural gas supply.

- Identify Applicant's chief officers including names and their professional resumes.

See Exhibit "E," attached hereto.

- Provide the name, title, address, telephone number and FAX number of Applicant's custodian for its accounting records.

**Eric Zimmerman, President
One University Plaza, Suite 407
Hackensack, NJ 07601
Tel: (201) 880-1997 Fax: (201) 540-2088**

18. **TECHNICAL FITNESS:** To ensure that the present quality and availability of service provided by natural gas utilities does not deteriorate, the Applicant shall provide sufficient information to demonstrate technical fitness commensurate with the service proposed to be provided. Examples of such information which may be submitted include the following:

- The identity of the Applicant's officers directly responsible for operations, including names and their professional resumes.

See Exhibit "F," attached hereto.

- A copy of any Federal energy license currently held by the Applicant.

None

- Proposed staffing and employee training commitments.

Applicant plans on leveraging its existing sales and marketing personnel, already in place, marketing the Applicant's services under its existing license as a Marketer/Broker engaged in the business of supplying electricity, by providing them training to perform the same roles with relation to the Applicant services as a Marketer/Broker in the business of supplying natural gas. Additionally, Applicant may look to hire or contract with experienced sales and marketing personnel in the field who are already trained.

- Business plans.

Applicants business plans for the natural gas market are confidential and proprietary. They will be sent under a separate cover to preserve confidentiality.

19. **TRANSFER OF LICENSE:** The Applicant understands that if it plans to transfer its license to another entity, it is required to request authority from the Commission for permission prior to transferring the license. See 66 Pa. C.S. Section 2208(D). Transferee will be required to file the appropriate licensing application.
20. **UNIFORM STANDARDS OF CONDUCT AND DISCLOSURE:** As a condition of receiving a license, Applicant agrees to conform to any Uniform Standards of Conduct and Disclosure as set forth by the Commission.
21. **REPORTING REQUIREMENTS:** Applicant agrees to provide the following information to the Commission or the Department of Revenue, as appropriate:
- a. **Reports of Gross Receipts:** Applicant shall report its Pennsylvania intrastate gross receipts to the Commission on an annual basis no later than 30 days following the end of the calendar year.
- Applicant will be required to meet periodic reporting requirements as may be issued by the Commission to fulfill the Commission's duty under Chapter 22 pertaining to reliability and to inform the Governor and Legislature of the progress of the transition to a fully competitive natural gas market.**
22. **FURTHER DEVELOPMENTS:** Applicant is under a continuing obligation to amend its application if substantial changes occur in the information upon which the Commission relied in approving the original filing.
23. **FALSIFICATION:** The Applicant understands that the making of false statement(s) herein may be grounds for denying the Application or, if later discovered, for revoking any authority granted pursuant to the Application. This Application is subject to 18 Pa. C.S. §§4903 and 4904, relating to perjury and falsification in official matters.
24. **FEE:** The Applicant has enclosed the required initial licensing fee of \$350.00 payable to the Commonwealth of Pennsylvania.

Applicant: _____

By: Eric Zimmerman _____

Title: President _____

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SECRETARY'S BUREAU

AFFIDAVIT

State of New Jersey :
: ss.
County of Bergen :

Eric Zimmerman, Affiant, being duly affirmed according to law, deposes and says that:

He is the President of Reflective Energy Solutions LLC;

That he is authorized to and does make this affidavit for said Applicant;


That the Applicant herein Reflective Energy Solutions LLC has the burden of producing information and supporting documentation demonstrating its technical and financial fitness to be licensed as a natural gas supplier pursuant to 66 Pa. C.S. §2208(c)(1).

That the Applicant herein Reflective Energy Solutions LLC has answered the questions on the application correctly, truthfully, and completely and provided supporting documentation as required.

That the Applicant herein Reflective Energy Solutions LLC acknowledges that it is under a duty to update information provided in answer to questions on this application and contained in supporting documents.

That the Applicant herein Reflective Energy Solutions LLC acknowledges that it is under a duty to supplement information provided in answer to questions on this application and contained in supporting documents as requested by the Commission.

That the facts above set forth are true and correct to the best of his knowledge, information, and belief, and that he expects said Applicant to be able to prove the same at hearing.



Signature of Affiant

Sworn and subscribed before me this 18 day of April, 2013.



Signature of official administering oath

My commission expires _____

STEPHANIE KELLER Commission # 2420492 Notary Public, State of New Jersey My Commission Expires May 07, 2017

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PA PUBLIC UTILITY COMMISSION
SECRETARY'S BUREAU

AFFIDAVIT

State of New Jersey :

: ss.

County of Bergen :

Eric Zimmerman, Affiant, being duly affirmed according to law, deposes and says that:

He is the President of Reflective Energy Solutions, LLC;

That he is authorized to and does make this affidavit for said President of Reflective Energy Solutions, LLC;

That President of Reflective Energy Solutions, LLC, the Applicant herein, acknowledges that Reflective Energy Solutions LLC may have obligations pursuant to this Application consistent with the Public Utility Code of the Commonwealth of Pennsylvania, Title 66 of the Pennsylvania Consolidated Statutes; or with other applicable statutes or regulations including Emergency Orders which may be issued verbally or in writing during any emergency situations that may unexpectedly develop from time to time in the course of doing business in Pennsylvania.

That Reflective Energy Solutions, LLC, the Applicant herein, asserts that he possesses the requisite technical, managerial, and financial fitness to render natural gas supply service within the Commonwealth of Pennsylvania and that the Applicant will abide by all applicable federal and state laws and regulations and by the decisions of the Pennsylvania Public Utility Commission.

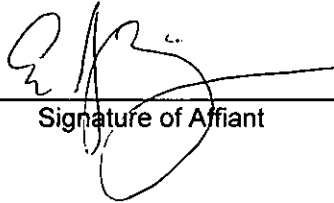
That Reflective Energy Solutions, LLC, the Applicant herein, certifies to the Commission that it is subject to, will pay, and in the past has paid, the full amount of taxes imposed by Articles II and XI of the Act of March 4, 1971 (P.L. 6, No. 2), known as the Tax Reform Act of 1971 and any tax imposed by Chapter 22 of Title 66. The Applicant acknowledges that failure to pay such taxes or otherwise comply with the taxation requirements of, shall be cause for the Commission to revoke the license of the Applicant. The Applicant acknowledges that it shall report to the Commission its jurisdictional natural gas sales for ultimate consumption, for the previous year or as otherwise required by the Commission. The Applicant also acknowledges that it is subject to 66 Pa. C.S. §506 (relating to the inspection of facilities and records).

Applicant, by filing of this application waives confidentiality with respect to its state tax information in the possession of the Department of Revenue, regardless of the source of the information, and shall consent to the Department of Revenue providing that information to the Pennsylvania Public Utility Commission.

That Reflective Energy Solutions, LLC, the Applicant herein, acknowledges that it has a statutory obligation to conform with 66 Pa. C.S. §506, and the standards and billing practices of 52 PA. Code Chapter 56.

That the Applicant agrees to provide all consumer education materials and information in a timely manner as requested by the Commission's Office of Communications or other Commission bureaus. Materials and information requested may be analyzed by the Commission to meet obligations under applicable sections of the law.

That the facts above set forth are true and correct/true and correct to the best of his/her knowledge, information, and belief.




Signature of Affiant

Sworn and subscribed before me this 18th day of April 2013.



Signature of official administering oath

My commission expires _____


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SECRETARY'S BUREAU

TABLE OF CONTENTS

- A. Copy of Reflective Energy Solutions LLC's Certificate of Good Standing from the Department of Treasury of the State of New Jersey as well as a copy of a letter from the Department of State of the Commonwealth of Pennsylvania, with attached filed copy of Reflective Energy Solutions LLC's Application for Registration of Foreign Limited Liability Company.
- B. Letter certifying service upon the required parties in accordance with §1.54.
- C. Tax Certification Statement.
- D. Sample Disclosure Statement.
- E. Resume of Steven I. Margulies, CEO of Reflective Energy Solutions LLC.
- F. Resume of Eric J. Zimmerman, President of Reflective Energy Solutions LLC.

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**STATE OF NEW JERSEY
DEPARTMENT OF TREASURY
SHORT FORM STANDING**

REFLECTIVE ENERGY SOLUTIONS LLC

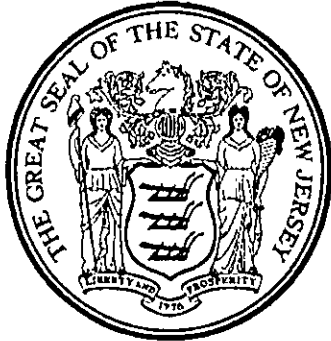
0400300825

I, the Treasurer of the State of New Jersey, do hereby certify that the above-named New Jersey Domestic Limited Liability Company was registered by this office on August 7, 2009.

As of the date of this certificate, said business continues as an active business in good standing in the State of New Jersey, and its Annual Reports are current.

I further certify that the registered agent and registered office are:

*Steven Margulies
C/O Golden Mtn. Management
120 State Street, 1st Floor
Hackensack, NJ 07601*



Certification# 115209435

*IN TESTIMONY WHEREOF, I have
hereunto set my hand and affixed my
Official Seal at Trenton, this
1st day of September, 2009*

*R. David Rousseau
State Treasurer*

Verify this certificate at
https://www1.state.nj.us/TYTR_StandingCert/JSP/Verify_Cert.jsp

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COMMONWEALTH OF PENNSYLVANIA
DEPARTMENT OF STATE
CORPORATION BUREAU
401 NORTH STREET, ROOM 206
P.O. BOX 8722
HARRISBURG, PA 17105-8722
WWW.CORPORATIONS.STATE.PA.US/CORP

Reflective Energy Solutions LLC

THE CORPORATION BUREAU IS HAPPY TO SEND YOU YOUR FILED DOCUMENT. THE CORPORATION BUREAU IS HERE TO SERVE YOU AND WANTS TO THANK YOU FOR DOING BUSINESS IN PENNSYLVANIA.

IF YOU HAVE ANY QUESTIONS PERTAINING TO THE CORPORATION BUREAU, PLEASE VISIT OUR WEB SITE LOCATED AT WWW.CORPORATIONS.STATE.PA.US/CORP OR PLEASE CALL OUR MAIN INFORMATION TELEPHONE NUMBER (717)787-1057. FOR ADDITIONAL INFORMATION REGARDING BUSINESS AND / OR UCC FILINGS, PLEASE VISIT OUR ONLINE "SEARCHABLE DATABASE" LOCATED ON OUR WEB SITE.

ENTITY NUMBER: 3904462

Vcorp Services, Inc.
20 Robert Pitt Drive, Suite 214
Monsey, NY 10952

**PENNSYLVANIA DEPARTMENT OF STATE
CORPORATION BUREAU**

Application for Registration - Foreign
(13 Pa.C.S.)

Entity Number:

Registered Limited Liability General Partnership (§ 8211)
 Registered Limited Liability Limited Partnership (§ 8211)
 Limited Partnership (§ 8582)
 Limited Liability Company (§ 8981)

Name: Voop Services, LLC

Address: 20 Robert Pitt Drive, Suite 214

City: Monsey, NY State: NY Zip Code: 10952

Document will be returned to the name and address you enter to the left.

Fee: \$250

Commonwealth of Pennsylvania
APPLICATION FOR REGISTRATION 3 Page(s)



In compliance with the requirements of the applicable provisions (relating to registration), the undersigned, desiring to register to do business in this Commonwealth, hereby states that:

1. The name to be registered is:
Reductive Energy Solutions LLC

2. (If the name set forth in paragraph 1 is not available for use in this Commonwealth, complete the following):

The name under which the limited liability company/limited liability partnership/limited partnership proposes to register and do business in this Commonwealth is:

3. The name of the jurisdiction under the laws of which it was organized and the date of its formation:

Jurisdiction: New Jersey Date of Formation: August 7, 2008

4. The (a) address of its initial registered office in this Commonwealth or (b) name of its commercial registered office provider and the county of venue is:

(a) Number and street	City	State	Zip	County
(b) Name of Commercial Registered Office Provider				
<u>Voop Services, LLC</u>				<u>Lackawanna</u>

2009 SEP -3 PM 2: 37

PA. DEPT. OF STATE

PA DEPT. OF STATE

SEP 09 2009

DSCB:13-8981/0311/0302-2

3. Check and complete one of the following:

The address of the office required to be maintained by it in the jurisdiction of its organization by the laws of that jurisdiction is:

120 State Street, 1st Floor,	Hackensack,	NJ	07601
Number and street	City	State	Zip

It is not required by the laws of its jurisdiction of organization to maintain an office therein and the address of its principal office is:

Number and street	City	State	Zip
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6. For Restricted Professional Limited Liability Company Only. Strike out (if applicable) the company is a restricted professional company organized to render the following professional service(s):

Limited Liability Partnership and Limited Partnership: Complete paragraphs 7 and 8

7. The name and business address of each general partner:

Name	Business Address

8. The address of the office at which is kept a list of the names and addresses of the limited partners and their capital contribution is:

Number and street	City	State	Zip	County
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The registered partnership hereby undertakes to keep those records until its registration to do business in the Commonwealth is rescinded or withdrawn.

IN TESTIMONY WHEREOF, the undersigned has caused this Application for Registration to be signed by a duly authorized officer/member or manager thereof this

1st day of Sept 2008

Reflective Energy Solutions LLC
Name of Partnership/Company

[Signature]
Signature

President
Title

B

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SECRETARY'S BUREAU

To whom it may concern:

I hereby certify that have this day served a true copy of the forgoing document upon the parties, listed below, in accordance with the requirements of §1.54(relating to service by a party)

Irwin A Popowsky, Office of the Consumer Advocate 5th Floor, Forum Place, 555 Walnut Street, Harrisburg, PA 171720-1921

William R. Lloyd, Jr., Commerce Building, Suite 1102, Small Business Advocate, 300 North Second Street, Harrisburg, PA 17101

Office of the Attorney General, Bureau of Consumer Protection, Strawberry Square, 14th Floor, Harrisburg, PA 17120

Commonwealth of Pennsylvania, Department of Revenue, Bureau of Compliance, Harrisburg, PA 17128-0946

Valley Energy Inc., Robert Crocker, 523 South Keystone Avenue, Sayre, PA 18840-0340

National Fuel Gas Distribution Corp., David D. Wolford, 6363 Main Street, Williamsville, NY 14221

UGI Central Penn, David Beasten, 2525 N. 12th Street, Suite 360, Reading, PA 19612-2677

Peoples Natural Gas Company LLC, Lynda Petrichevich, 375 North Shore Drive, Suite 600, Pittsburgh, PA 15212

Peoples TWP LLC (Formerly T. W. Phillips), Andrew Wachter, 375 North Shore Drive, Suite 600, Pittsburgh, PA 15212

UGI, David BeasteN, 2525 N. 12th Street, Suite 360, Reading, PA 19612-2677

UGI Penn Natural, David Beasten, 2525 N. 12th Street, Suite 360, Reading, PA 19612-2677

Equitable Gas Company, Jerald Moody, 225 North Shore Drive, Pittsburgh, PA 15212-5352

PECO, Carlos Thillet, Manager, Gas Supply and Transportation, 2301 Market Street, S9-2, Philadelphia, PA 19103

Columbia Gas of Pennsylvania Inc., Thomas C. Heckathorn, 200 Civic Center Drive, Columbus, OH 43215



PECO, Carlos Thillet, Manager, Gas Supply and Transportation, 2301 Market Street, S9-2,
Philadelphia, PA 19103

Columbia Gas of Pennsylvania Inc., Thomas C. Heckathorn, 200 Civic Center Drive,
Columbus, OH 43215

Philadelphia Gas Works, Douglas Moser, 800 West Montgomery Avenue, Philadelphia, PA
19122

Dated this 18 day of April, 2013 .

A handwritten signature in black ink, appearing to read 'Eric Zimmerman', with a long horizontal line extending to the right.

Eric Zimmerman
President
Reflective Energy Solutions LLC

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Appendix B

Sample Disclosure Statement Format for Natural Gas Suppliers

This is an agreement for natural gas services, between NGS name and customer's name and full address.

Background

We at NGS Company Name are licensed by the Pennsylvania Public Utility Commission to offer and supply natural gas services in Pennsylvania. Our PUC license number is A-110XXX.

- We set the prices and charges that you pay. The Public Utility Commission regulates distribution or delivery prices and services. The Federal Energy Regulatory Commission regulates interstate pipeline prices and services.
- If you ask us, we can bill you directly for our service.
- Right of Recision - You may cancel this agreement at any time before midnight of the third business day after receiving this disclosure.

Definitions

- Interstate Pipeline Charges - Charges for moving natural gas to the distribution lines of a distribution company.
- Nonbasic Charges - *Define each nonbasic service being offered.*

Terms of Service

1. (a) **Basic Service Prices** - *Itemize Basic Services you are billing for and their prices.*

You will pay rate per (Mcf/Dth/ccf) for the commodity of natural gas.
Suppliers are to include any variable pricing conditions and limits, if charging a variable rate.

You will pay rate per (Mcf/Dth/ccf) for other natural gas service.
Suppliers are to include transmission service prices if billed.

- (b) **Nonbasic Service Prices** - *Itemize Nonbasic Services you are offering and their prices.*
2. **Length of Agreement**

You will buy your natural gas services for the above street address from company's name beginning date through date of expiration, if any.

3. **Special Terms and Conditions** - *List and explain all that apply.*

Sign-up bonuses
Add-ons
Limited time offers
Other Sales Promotions
Exclusions

4. **Special Services** - *Provide explanation of price, terms and conditions, including advanced metering deployment, if applicable.*

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5. Penalties, Fees and Exceptions - List any that apply including a late payment charge. The print size for this section must be larger than the print in the rest of the agreement.

6. Cancellation Provisions - This category may consist of both customer initiated cancellation provisions and supplier initiated cancellation provisions.

7. Renewal Provision - If this is a fixed term agreement with automatic renewal, explain the procedure here.

8. Agreement Expiration/Change in Terms

If you have a fixed term agreement with us and it is approaching the expiration date or if we propose to change our terms of service, we will send you written notice in each of our last three bills or in separate mailings before either the expiration date or the effective date of the changes. We will explain your options in these three advance notices.

9. Dispute Procedures

Contact us with any questions concerning our terms of service. You may call the PUC if you are not satisfied after discussing your terms with us.

10. Contact Information

Supplier Name: _____

Address: _____

Phone Number: _____

Internet Address: _____

Distribution Company Name: _____

Provider of Last Resort Name: _____

Address: _____

Phone Number: _____

Public Utility Commission (PUC)

Address: P.O. Box 3265 Harrisburg, PA 17105-3265

Natural Gas Competition Hotline Number: 1-888-xxx-xxxx

Universal Service Program Name: _____

Phone Number: _____

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STEVEN I. MARGULIES
1570 Jefferson Street
Teaneck, NJ 07666
(201) 742-5164
sm@goldenmt.com

EMPLOYMENT: GOLDEN MOUNTAIN MANAGEMENT, Hackensack, NJ
Founder, Managing Member and CIO. 2008 - present

SHOPKORN MANAGEMENT, New York, NY
Portfolio Manager, 2005-2007
Co-managed long-short equity fund, using a macro-driven approach.

VALENZUELA CAPITAL PARTNERS, New York, NY
Director of Equities, 2004-2005
Managing Director-Portfolio Manager, 2001-2003
Portfolio Manager of small-cap value, mid-cap value and SMID value funds, AUM of \$600 million. Supervised 4 analysts.
Manager of small-cap product with a value style, using a bottoms-up, fundamental research driven approach. Grew assets from \$20 million to \$150 million in three years.

BMI CAPITAL, New York, NY
Senior Vice President-Portfolio Manager, 1999-2001
Member of two-person team, managed \$200 million of separately managed equity accounts with value equity style, using a research driven, bottoms-up approach.

BREAN MURRAY & CO., New York, NY
Sell-side Equity Research Analyst, 1992-1998.
Provided research coverage on small-capitalization special situations. Conducted primary company and industry research on financials, industrials and health care stocks.

DEBEVOISE & PLIMPTON, New York, NY
Associate Attorney - Corporate Finance/Securities, 1988-1992
Structured, negotiated and drafted corporate finance transactions, including mergers and acquisitions, and public and private offerings (of debt, equity and convertibles). Drafted and filed SEC filings.

EDUCATION: NEW YORK UNIVERSITY, New York, NY
Graduate School of Business - M. B. A. (Finance), 1988
School of Law - J. D., 1988

NEW YORK UNIVERSITY, New York, NY
College of Business and Public Administration
B. S. Economics and Management, Cum Laude, June 1985

AFFILIATIONS: Former Series 7 and 63 (Retired), Former New York State Bar (Retired).
Treasurer, Yavneh Academy, Paramus, NJ 2002-2004
Board Member, Torah Academy of Bergen County 2007-present
Board Member, Yavneh Academy, 1998-present
Board Member, Congregation Bnai Yeshurun, Teaneck, NJ 1996-2000

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EVIDENCE OF TECHNICAL FITNESS

ERIC J. ZIMMERMAN
1115 Alessandrini Avenue
New Milford, New Jersey 07646
Bberry 201-655-3471
E-mail, ericz@ReflectiveES.com

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PROFILE

A results-oriented professional with over 14 years experience in the energy, telecommunications, and IT industries. Successful track record for building operations from infancy to profitable entities that exceeded sales targets. Established reputation for building cohesive "winning" teams designed to leverage the skills of the individuals to maximize the profitability of the organization. Readily adapts strategies in response to market dynamics. Specific strengths include strategic planning, business development, sales management, product development, contract negotiation, building strategic relationships and partnerships, execution of brand-building campaigns, and development of sales materials and targeted marketing campaigns.

PROFESSIONAL EXPERIENCE

2009 - Present: Reflective Energy Solutions, Hackensack, New Jersey

A company specializing in energy procurement and risk management consulting across North America. We help companies manage and predict their energy costs through custom-fit energy risk management strategies.

President

- Founder and head of a firm focused on delivering energy procurement and risk management consulting services to commercial, industrial and governmental customers across North America.
- Responsible for directing all aspects of the company's operations, strategy, and growth

2006 to 2009: Constellation NewEnergy, New York, New York

North America's largest competitive energy supplier, with tens of thousands of commercial and industrial customers.

Director of Business Development

- Developed and executed business plans to launch direct sales team with a focus on commercial, industrial and municipal accounts across New York and New Jersey.
- Hired, trained, coached, managed, and motivated team of 12 direct and indirect business development professionals who exceeded aggressive sales targets
- Team delivered over 1,000,000 mWh's of contracts in the first year
- Developed and managed sales support infrastructure
- Maintained approximately 90% renewal rate across customer base
- Directly negotiated complex supply contracts with large commercial and industrial customers

2002 to 2006: Econnergy Energy Company, Spring Valley, New York

One of the largest energy marketers in North America with hundreds of thousands of customers, both residential and commercial, in six states and the District of Columbia.

Director of Sales and Marketing

- Developed and implemented marketing communication strategies targeting both prospects along with existing customers.
- Doubled revenues to \$500 million dollars a year while achieving new customer growth of 50%
- Channel mix includes: direct mail, telemarketing, direct sales force (both salary and 1099), trade show, Internet, multi-cultural, print, television and radio.
- Managed a team of 13 direct employees.
- Created programs designed to improve customer retention. Reduced cost of acquisition by 14% while reducing customer churn by 40%.
- Spearheaded introduction of new products used for both customer retention along with new customer acquisition.
- Responsible for consistent corporate communication throughout all sales channels and collateral materials.
- Developed strategic alliances with key companies and organizations.

2002: Chofetz Chaim Heritage Foundation Monsey, NY

A not for profit organization that encourages personal development and increased awareness of the power of positive speech.

Director of Operations

- Managing both internal and external telemarketing teams. Directed campaigns that raised 95% of previous year's donations in 65% of the time.
- Implemented solutions that reduced long-term account receivables by over 50%.
- Increased the frequency and effectiveness of direct mail as a fundraising medium
- Conceived, planned, and implemented multiple fundraising events
- Streamlined donations processing, procurement, customer service, quality assurance, billing, and staff resource planning.

2000 to 2001: GoAmerica Communications Hackensack, NJ (acquired Flash Creative Management)

A leading provider of innovative wireless data solutions for corporate customers.

Business Process Analyst

- Designed new processes which improved the efficiency of the order fulfillment department from having 80% of orders being processed within three to five business days to 95% within 24 hours, while saving over \$600,000.
- Worked with the VP of Operations to design new customer service processes, enabling management to better organize the service department. The work resulted in reducing the average wait time from more than 90 minutes to less than 30 seconds, calls volume remained flat against a 30% increase in customers
- Designed new Inventory processes as well as bar code scanning, allowing tighter security, scalability, easier information exchange and greater overall efficiency for inventory management.
- Created efficient processes and procedures for working with the corporate billing and order fulfillment systems, enabling a reduction in account receivables by over \$2,500,000.

1994 to 2000: Flash Creative Management Hackensack, NJ

A business technology consulting firm dedicated to applying technology to solve business problems.

Director of Project Management

- Developed a framework for processes and tools to reengineer IT project management key processes.
- Directed Project Managers in the areas of project management, project estimation, risk identification and mitigation strategies, and solution delivery. Responsible for resolving escalated project issues.
- Responsible for full Project Life Cycle of a transportation company management system in a Visual Studio/SQL Server environment
- Managed implementation of commercial healthcare software projects for 3M. Our architecture reduced the length of product development from eighteen to six months. Responsible for managing projects teams of up to ten people for system development projects using a variety of software development tools. Team success led to six years of continuous projects.
- Worked with developers and users to produce complete technical and user documentation including User Requirement and Software Design Specifications and design of Software Test Protocols and Procedures.

EDUCATION

B S, Finance

Yeshiva University, New York, New York

Reflective Energy Solutions LLC

Confidential Materials

- Financial Statements

- Business Plan

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